



QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2007
OF THE CONDITION AND AFFAIRS OF THE

Great Lakes Health Plan, Inc.

NAIC Group Code	0707	0707	NAIC Company Code	95467	Employer's ID Number	38-3204052
	(Current Period)	(Prior Period)				
Organized under the Laws of	Michigan			State of Domicile or Port of Entry	Michigan	
Country of Domicile	United States					
Licensed as business type:	Life, Accident & Health [] Property/Casualty [] Dental Service Corporation [] Vision Service Corporation [] Other [] Health Maintenance Organization [X] Hospital, Medical & Dental Service or Indemnity [] Is HMO, Federally Qualified? Yes [] No [X]					
Incorporated/Organized	01/11/1994		Commenced Business	10/11/1994		
Statutory Home Office	450 Columbus Blvd.			Hartford , CT 06103		
	(Street and Number)			(City or Town, State and Zip Code)		
Main Administrative Office	17117 W. Nine Mile Rd, Suite 1600		Southfield, MI 48075	248-559-5656		
	(Street and Number)		(City or Town, State and Zip Code)	(Area Code) (Telephone Number)		
Mail Address	17117 W. Nine Mile Rd., Suite 1600		Southfield, MI 48075			
	(Street and Number or P.O. Box)		(City or Town, State and Zip Code)			
Primary Location of Books and Records	450 Columbus Blvd.		Hartford , CT 06103	860-702-8011		
	(Street and Number)		(City or Town, State and Zip Code)	(Area Code) (Telephone Number)		
Internet Website Address	www.glhp.com					
Statutory Statement Contact	Kevin Michael Ericson			860-702-8011		
	(Name)			(Area Code) (Telephone Number) (Extension)		
	kericson@oxhp.com			203-452-4690		
	(E-Mail Address)			(Fax Number)		
Policyowner Relations Contact	17117 W. Nine Mile Rd., Suite 1600		Southfield, MI 48075	248-331-4284		
	(Street and Number)		(City or Town, State and Zip Code)	(Area Code) (Telephone Number) (Extension)		

OFFICERS

Name	Title	Name	Title
Chris A. Scherer	President	Eric Wexler	Secretary
Robert W. Oberrender	Treasurer		

OTHER OFFICERS

Dawn Koehler	Vice President, Govenment & Public Relations	Lisa Gray	Vice Presdient, Customer Relations
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DIRECTORS OR TRUSTEES

Edgar Gonazlo Rios	Jonathan Dinesman #	William Ralston	Stephen Thomas Swift
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State ofMichigan
County of ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Chris A. Scherer President	Eric Wexler Secretary	Robert W. Oberrender Treasurer
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Subscribed and sworn to before me this
_____ day of _____ November , 2007

- a. Is this an original filing? Yes [X] No []
- b. If no,
1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	35,962,058		35,962,058	1,021,327
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$ (3,638,489)), cash equivalents (\$ 7,491,633) and short-term investments (\$ 34,591,654)	38,444,798		38,444,798	67,256,772
6. Contract loans, (including \$ premium notes)			0	0
7. Other invested assets	0	0	0	0
8. Receivables for securities			0	0
9. Aggregate write-ins for invested assets	0	0	0	0
10. Subtotals, cash and invested assets (Lines 1 to 9)	74,406,856	0	74,406,856	68,278,099
11. Title plants less \$ charged off (for Title insurers only)			0	0
12. Investment income due and accrued	358,142		358,142	22,663
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection			0	0
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
13.3 Accrued retrospective premiums			0	0
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers			0	0
14.2 Funds held by or deposited with reinsured companies			0	0
14.3 Other amounts receivable under reinsurance contracts			0	0
15. Amounts receivable relating to uninsured plans			0	0
16.1 Current federal and foreign income tax recoverable and interest thereon	1,727,668	1,727,668	0	0
16.2 Net deferred tax asset	2,190,427	1,730,309	460,118	460,118
17. Guaranty funds receivable or on deposit			0	0
18. Electronic data processing equipment and software			0	321
19. Furniture and equipment, including health care delivery assets (\$)	124,385	124,385	0	0
20. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
21. Receivables from parent, subsidiaries and affiliates			0	0
22. Health care (\$ 2,070,636) and other amounts receivable	2,459,613	388,977	2,070,636	2,306,260
23. Aggregate write-ins for other than invested assets	7,382,426	7,382,426	0	266,505
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	88,649,517	11,353,765	77,295,752	71,333,966
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
26. Total (Lines 24 and 25)	88,649,517	11,353,765	77,295,752	71,333,966
DETAILS OF WRITE-INS				
0901.				
0902.				
0903.				
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0
0999. Totals (Lines 0901 through 0903 plus 0998)(Line 9 above)	0	0	0	0
2301. Intangible Assets	7,115,921	7,115,921	0	0
2302. State Tax Receivable	266,505	266,505	0	266,505
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	7,382,426	7,382,426	0	266,505

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded)	36,007,477		36,007,477	26,581,927
2. Accrued medical incentive pool and bonus amounts			0	0
3. Unpaid claims adjustment expenses	875,408		875,408	678,500
4. Aggregate health policy reserves			0	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance			0	0
9. General expenses due or accrued	112,530		112,530	5,292,301
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	949,049		949,049	0
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated			0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	156,637		156,637	3,243,037
16. Payable for securities	1,060,600		1,060,600	0
17. Funds held under reinsurance treaties with (\$ authorized reinsurers and \$ unauthorized reinsurers)			0	0
18. Reinsurance in unauthorized companies			0	0
19. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
20. Liability for amounts held under uninsured plans			0	0
21. Aggregate write-ins for other liabilities (including \$ current)	222,569	0	222,569	162,643
22. Total liabilities (Lines 1 to 21)	39,384,270	0	39,384,270	35,958,408
23. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
24. Common capital stock	XXX	XXX		0
25. Preferred capital stock	XXX	XXX		0
26. Gross paid in and contributed surplus	XXX	XXX	35,763,489	35,763,489
27. Surplus notes	XXX	XXX		0
28. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
29. Unassigned funds (surplus)	XXX	XXX	2,147,993	(387,931)
30. Less treasury stock, at cost:				
30.1 shares common (value included in Line 24) \$)	XXX	XXX		0
30.2 shares preferred (value included in Line 25) \$)	XXX	XXX		0
31. Total capital and surplus (Lines 23 to 29 minus Line 30)	XXX	XXX	37,911,482	35,375,558
32. Total liabilities, capital and surplus (Lines 22 and 31)	XXX	XXX	77,295,752	71,333,966
DETAILS OF WRITE-INS				
2101. QAAP Tax	59,927		59,927	0
2102. Escheat Funds	162,642		162,642	162,643
2103.				
2198. Summary of remaining write-ins for Line 21 from overflow page	0	0	0	0
2199. Totals (Lines 2101 thru 2103 plus 2198) (Line 21 above)	222,569	0	222,569	162,643
2301.	XXX	XXX		
2302.	XXX	XXX		
2303.	XXX	XXX		
2398. Summary of remaining write-ins for Line 23 from overflow page	XXX	XXX	0	0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above)	XXX	XXX	0	0
2801.	XXX	XXX		
2802.	XXX	XXX		
2803.	XXX	XXX		
2898. Summary of remaining write-ins for Line 28 from overflow page	XXX	XXX	0	0
2899. Totals (Lines 2801 thru 2803 plus 2898) (Line 28 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date
	1 Uncovered	2 Total	3 Total
1. Member Months.....	XXX	1,374,720	1,020,423
2. Net premium income (including \$ non-health premium income).....	XXX	316,878,065	195,672,576
3. Change in unearned premium reserves and reserve for rate credits	XXX		0
4. Fee-for-service (net of \$ medical expenses)	XXX		0
5. Risk revenue	XXX		0
6. Aggregate write-ins for other health care related revenues	XXX	0	0
7. Aggregate write-ins for other non-health revenues	XXX	(18,726,989)	(11,811,440)
8. Total revenues (Lines 2 to 7)	XXX	298,151,075	183,861,136
Hospital and Medical:			
9. Hospital/medical benefits		205,206,590	117,132,649
10. Other professional services		8,567,682	7,148,196
11. Outside referrals			0
12. Emergency room and out-of-area		12,635,517	10,115,993
13. Prescription drugs		40,019,952	29,117,087
14. Aggregate write-ins for other hospital and medical	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....			0
16. Subtotal (Lines 9 to 15)	0	266,429,741	163,513,925
Less:			
17. Net reinsurance recoveries			237,037
18. Total hospital and medical (Lines 16 minus 17)	0	266,429,741	163,276,888
19. Non-health claims (net).....			0
20. Claims adjustment expenses, including \$ 3,416,312 cost containment expenses.....		4,428,671	3,895,144
21. General administrative expenses.....		27,176,397	17,073,931
22. Increase in reserves for life and accident and health contracts including \$ increase in reserves for life only).....			0
23. Total underwriting deductions (Lines 18 through 22)	0	298,034,809	184,245,963
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	116,266	(384,827)
25. Net investment income earned		2,735,176	2,086,174
26. Net realized capital gains (losses) less capital gains tax of \$			0
27. Net investment gains (losses) (Lines 25 plus 26)	0	2,735,176	2,086,174
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			0
29. Aggregate write-ins for other income or expenses	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	2,851,442	1,701,347
31. Federal and foreign income taxes incurred	XXX	1,114,338	720,910
32. Net income (loss) (Lines 30 minus 31)	XXX	1,737,104	980,437
DETAILS OF WRITE-INS			
0601.	XXX		
0602.	XXX		
0603.	XXX		
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	XXX	0	0
0701. QAAP Assessment.....	XXX	(18,726,989)	(11,811,440)
0702.	XXX		
0703.	XXX		
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above)	XXX	(18,726,989)	(11,811,440)
1401.			0
1402.			0
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	0	0
2901.			
2902.			
2903.			
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year
CAPITAL AND SURPLUS ACCOUNT:			
33. Capital and surplus prior reporting year.....	35,375,558	32,198,124	32,198,124
34. Net income or (loss) from Line 32	1,737,104	980,437	1,391,290
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$		0	0
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax		0	(837,107)
39. Change in nonadmitted assets	798,820	(3,631,067)	(1,376,749)
40. Change in unauthorized reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		4,000,000	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	4,000,000
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders		0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital & surplus (Lines 34 to 47)	2,535,924	1,349,370	3,177,434
49. Capital and surplus end of reporting period (Line 33 plus 48)	37,911,482	33,547,494	35,375,558
DETAILS OF WRITE-INS			
4701. Audit Adjustments.....		0	0
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year Ended December 31
Cash from Operations		
1. Premiums collected net of reinsurance.....	298,249,716	279,116,615
2. Net investment income	2,466,130	2,960,363
3. Miscellaneous income	0	(16,804,844)
4. Total (Lines 1 to 3)	300,715,846	265,272,134
5. Benefits and loss related payments	257,004,191	221,997,196
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	34,861,025	26,080,221
8. Dividends paid to policyholders	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	473,000	(990,711)
10. Total (Lines 5 through 9)	292,338,216	247,086,706
11. Net cash from operations (Line 4 minus Line 10)	8,377,629	18,185,429
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	373,813	0
12.2 Stocks	0	0
12.3 Mortgage loans	0	0
12.4 Real estate	0	0
12.5 Other invested assets	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0
12.7 Miscellaneous proceeds	1,060,600	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	1,434,413	0
13. Cost of investments acquired (long-term only):		
13.1 Bonds	35,380,979	1,024,844
13.2 Stocks	0	0
13.3 Mortgage loans	0	0
13.4 Real estate	0	0
13.5 Other invested assets	0	0
13.6 Miscellaneous applications	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	35,380,979	1,024,844
14. Net increase (or decrease) in contract loans and premium notes	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(33,946,566)	(1,024,844)
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	4,000,000
16.3 Borrowed funds	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0
16.5 Dividends to stockholders	0	0
16.6 Other cash provided (applied).....	(3,086,400)	(793,592)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(3,086,400)	3,206,408
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(28,655,337)	20,366,993
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year.....	67,256,772	46,889,779
19.2 End of period (Line 18 plus Line 19.1)	38,601,435	67,256,772

STATEMENT AS OF SEPTEMBER 30, 2007 OF THE Great Lakes Health Plan, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION										
	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	142,619	.0	.0	.0	.0	.0	.0	.0	142,619	.0
2 First Quarter	149,268	.0	.0	.0	.0	.0	.0	.0	149,268	.0
3 Second Quarter	153,523	.0	.0	.0	.0	.0	.0	.0	153,523	.0
4. Third Quarter	157,987								157,987	
5. Current Year	.0									
6 Current Year Member Months	1,374,720								1,374,720	
Total Member Ambulatory Encounters for Period:										
7. Physician	579,133								579,133	
8. Non-Physician	350,365								350,365	
9. Total	929,498	.0	.0	.0	.0	.0	.0	.0	929,498	.0
10. Hospital Patient Days Incurred	50,318								50,318	
11. Number of Inpatient Admissions	11,835								11,835	
12. Health Premiums Written	317,771,633								317,771,633	
13. Life Premiums Direct.....	.0									
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	317,771,633								317,771,633	
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	257,004,191								257,004,191	
18. Amount Incurred for Provision of Health Care Services	266,429,741								266,429,741	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$

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UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital & medical) .....					.0	.0
2. Medicare Supplement .....					.0	.0
3. Dental Only .....					.0	.0
4. Vision Only .....					.0	.0
5. Federal Employees Health Benefits Plan .....					.0	.0
6. Title XVIII - Medicare .....					.0	.0
7. Title XIX - Medicaid	21,819,799	235,184,394	372,525	35,634,951	22,192,324	26,581,927
8. Other Health .....					.0	.0
9. Health Subtotal (Lines 1 to 8).....	21,819,799	235,184,394	372,525	35,634,951	22,192,324	26,581,927
10. Healthcare receivables (a) .....					.0	.0
11. Other non-health .....					.0	.0
12. Medical incentive pools and bonus amounts .....					.0	.0
13. Totals	21,819,799	235,184,394	372,525	35,634,951	22,192,324	26,581,927

(a) Excludes \$ loans and advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

No significant change.

2. ACCOUNTING CHANGES AND CORRECTIONS OF ERRORS

No significant change.

3. BUSINESS COMBINATIONS AND GOODWILL

No significant change.

4. DISCONTINUED OPERATIONS

Not applicable.

5. INVESTMENTS

Not applicable.

6. JOINT VENTURES, PARTNERSHIPS, AND LIABILITY COMPANIES

Not applicable.

7. INVESTMENT INCOME

Not applicable.

8. DERIVATIVE INSTRUMENTS

Not applicable.

9. INCOME TAXES

No significant change.

10. INFORMATION CONCERNING PARENT, SUBSIDIARY AND AFFILIATES

No significant change.

11. DEBT

Not applicable.

12. RETIREMENT PLANS, DEFERRED COMPENSATION AND OTHER POSTRETIREMENT BENEFIT PLANS

Not applicable.

13. CAPITAL SURPLUS, SHAREHOLDERS' DIVIDENDS RESTRICTIONS, AND QUASI-REORGANIZATIONS

No significant change.

14. CONTINGENCIES

No significant change.

15. LEASES

No significant change.

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATION OF CREDIT RISK

Not applicable.

NOTES TO FINANCIAL STATEMENTS

17. SALE, TRANSFER, AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

Not applicable.

18. GAIN/LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS

Not applicable.

19. DIRECT PREMIUMS WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARY ADMINSTRATORS

Not applicable.

20. September 11 EVENTS

Not applicable.

21. OTHER ITEMS

Not applicable.

22. EVENTS SUBSEQUENT

Not applicable.

23. REINSURANCE

Not applicable.

24. RETROSPECTIVELY RATED CONTRACTS & CONTRACTS SUBJECT TO REDETERMINATION

Not applicable.

25. CHANGE IN INCURRED AND CLAIM ADJUSTMENT EXPENSES

No significant change.

26. INTERCOMPANY POOLING ARRANGEMENTS

Not applicable.

27. STRUCTURED SETTLEMENTS

Not applicable

28. HEALTH CARE RECEIVABLES

No significant change.

29. PARTICIPATING POLICIES

Not relevant.

30. PREMIUM DEFECIENCY RESERVES

Not applicable.

31. ANTICIPATED SALVAGE AND SUBROGATION

Not applicable.

GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since the prior year end unless otherwise noted.)

PART 1 - COMMON INTERROGATORIES
GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [☐] No [X]
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes [☐] No [☐]
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [☐] No [X]
- 2.2

If yes, date of change:

If not previously filed, furnish herewith a certified copy of the instrument as amended.
3.

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [☐] No [X]

If yes, complete the Schedule Y - Part 1 - organizational chart.
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [☐] No [X]
- 4.2

If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1	2	3
Name of Entity	NAIC Company Code	State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?

If yes, attach an explanation.

Yes [☐] No [X] NA [☐]
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2004
- 6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2004
- 6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

06/07/2006
- 6.4

By what department or departments?
State of Michigan Office of Financial and Insurance Services.....
- 7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?.....

Yes [☐] No [X]
- 7.2

If yes, give full information:
.....
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?.....

Yes [☐] No [X]
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
.....
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?.....

Yes [X] No [☐]
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1	2	3	4	5	6	7
Affiliate Name	Location (City, State)	FRB	OCC	OTS	FDIC	SEC
Exante Bank.....	Salt Lake City, Utah.....				Yes.....	

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?.....

Yes ☒ No ☐
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;

(c) Compliance with applicable governmental laws, rules and regulations;

(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and

(e) Accountability for adherence to the code.
- 9.11

If the response to 9.1 is No, please explain:

.....
- 9.2

Has the code of ethics for senior managers been amended?.....

Yes ☒ No ☐
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).

Amended to add a letter of introduction from Stephen Hemsley.....
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?.....

Yes ☐ No ☒
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).

.....

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?.....

Yes ☐ No ☒
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$

INVESTMENT

- 11.1

Has there been any change in the reporting entity's own preferred or common stock?

Yes ☐ No ☒
- 11.2

If yes, explain:

.....
- 12.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes ☐ No ☒
- 12.2

If yes, give full and complete information relating thereto:

.....
13.

Amount of real estate and mortgages held in other invested assets in Schedule BA:\$0
14.

Amount of real estate and mortgages held in short-term investments:\$0
- 15.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes ☐ No ☒
- 15.2

If yes, please complete the following:

		1		2
		Prior Year-End		Current Quarter
		Book/Adjusted		Book/Adjusted
		Carrying Value		Carrying Value
15.21	Bonds .....	\$ .....	\$	.....
15.22	Preferred Stock .....	\$ .....	\$	.....
15.23	Common Stock .....	\$ .....	\$	.....
15.24	Short-Term Investments .....	\$ .....	\$	.....
15.25	Mortgage Loans on Real Estate .....	\$ .....	\$	.....
15.26	All Other .....	\$ .....	\$	.....
15.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal			
	Lines 15.21 to 15.26).....	\$0	\$	.....0
15.28	Total Investment in Parent included in Lines 15.21 to 15.26 above ....	\$ .....	\$	.....

- 16.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes ☐ No ☒
- 16.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes ☐ No ☒

If no, attach a description with this statement.

GENERAL INTERROGATORIES

17. Excluding items in Schedule E, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Part 1 - General, Section IV.H - Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes [X] No []

17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
State Street Bank.....	801 Pennsylvania , Kansas City, MO 64105.....

17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

17.3 Have there been any changes, including name changes in the custodian(s) identified in 17.1 during the current quarter?

Yes [] No [X]

17.4 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

17.5 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
106595.....	Wellington Management Company, LLP.....	75 State Street, Boston, MA 02109.....

18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed?

Yes [X] No []

18.2 If no, list exceptions:

.....

SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Increase (decrease) by adjustment		0
3. Cost of acquired		0
4. Cost of additions to and permanent improvements		0
5. Total profit (loss) on sales		0
6. Increase (decrease) by foreign exchange adjustment		0
7. Amount received on sales		0
8. Book/adjusted carrying value at end of current period	0	0
9. Total valuation allowance		0
10. Subtotal (Lines 8 plus 9)	0	0
11. Total nonadmitted amounts		0
12. Statement value, current period (Page 2, real estate lines, Net Admitted Assets column)	0	0

SCHEDULE B – VERIFICATION

Mortgage Loans

	1	2
	Year to Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest on mortgages owned, September 30 of prior year	0	0
2. Amount loaned during period:		
2.1. Actual cost at time of acquisitions		0
2.2. Additional investment made after acquisitions		0
3. Accrual of discount and mortgage interest points and commitment fees		0
4. Increase (decrease) by adjustment		0
5. Total profit (loss) on sale		0
6. Amounts paid on account or in full during the period		0
7. Amortization of premium		0
8. Increase (decrease) by foreign exchange adjustment		0
9. Book value/recorded investment excluding accrued interest on mortgages owned at end of current period	0	0
10. Total valuation allowance		0
11. Subtotal (Lines 9 plus 10)	0	0
12. Total nonadmitted amounts		0
13. Statement value of mortgages owned at end of current period (Page 2, mortgage lines, Net Admitted Assets column)	0	0

SCHEDULE BA – VERIFICATION

Other Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of long-term invested assets owned December 31 of prior year	0	0
2. Cost of acquisitions during period:		
2.1. Actual cost at time of acquisitions		0
2.2. Additional investment made after acquisitions		0
3. Accrual of discount		0
4. Increase (decrease) by adjustment		0
5. Total profit (loss) on sale		0
6. Amounts paid on account or in full during the period		0
7. Amortization of premium		0
8. Increase (decrease) by foreign exchange adjustment		0
9. Book/adjusted carrying value of long-term invested assets at end of current period	0	0
10. Total valuation allowance		0
11. Subtotal (Lines 9 plus 10)	0	0
12. Total nonadmitted amounts		0
13. Statement value of long-term invested assets at end of current period (Page 2, Line 7, Column 3)	0	0

SCHEDULE D – VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	1,021,328	0
2. Cost of bonds and stocks acquired	35,380,979	1,024,844
3. Accrual of discount	3,033	0
4. Increase (decrease) by adjustment		0
5. Increase (decrease) by foreign exchange adjustment		0
6. Total profit (loss) on disposal		0
7. Consideration for bonds and stocks disposed of	373,813	0
8. Amortization of premium	69,469	3,516
9. Book/adjusted carrying value, current period	35,962,058	1,021,328
10. Total valuation allowance		0
11. Subtotal (Lines 9 plus 10)	35,962,058	1,021,328
12. Total nonadmitted amounts		0
13. Statement value	35,962,058	1,021,328

STATEMENT AS OF SEPTEMBER 30, 2007 OF THE Great Lakes Health Plan, Inc.

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1	68,646,327	154,528,131	146,537,777	191,584	67,332,762	68,646,327	76,828,266	72,734,607
2. Class 2	1,343,282	24,846	.0	(151,049)	267,079	1,343,282	1,217,079	.0
3. Class 3 .....	.0	.0	.0	.0	.0	.0	.0	.0
4. Class 4 .....	.0	.0	.0	.0	.0	.0	.0	.0
5. Class 5 .....	.0	.0	.0	.0	.0	.0	.0	.0
6. Class 6	0	0	0	0	0	0	0	0
7. Total Bonds	69,989,609	154,552,977	146,537,777	40,535	67,599,841	69,989,609	78,045,345	72,734,607
PREFERRED STOCK								
8. Class 1 .....	.0	.0	.0	.0	.0	.0	.0	.0
9. Class 2 .....	.0	.0	.0	.0	.0	.0	.0	.0
10. Class 3 .....	.0	.0	.0	.0	.0	.0	.0	.0
11. Class 4 .....	.0	.0	.0	.0	.0	.0	.0	.0
12. Class 5 .....	.0	.0	.0	.0	.0	.0	.0	.0
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	69,989,609	154,552,977	146,537,777	40,535	67,599,841	69,989,609	78,045,345	72,734,607

SCHEDULE DA - PART 1

Short-Term Investments Owned End of Current Quarter					
	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
8299999 Totals	34,591,654	XXX	34,534,610	301,938	0

SCHEDULE DA - PART 2- VERIFICATION

Short-Term Investments Owned		
	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	71,713,280	51,264,100
2. Cost of short-term investments acquired	363,715,201	306,925,695
3. Increase (decrease) by adjustment	57,044	0
4. Increase (decrease) by foreign exchange adjustment	0	0
5. Total profit (loss) on disposal of short-term investments	0	0
6. Consideration received on disposal of short-term investments	400,893,870	286,476,515
7. Book/adjusted carrying value, current period	34,591,654	71,713,280
8. Total valuation allowance	0	0
9. Subtotal (Lines 7 plus 8)	34,591,654	71,713,280
10. Total nonadmitted amounts	0	0
11. Statement value (Lines 9 minus 10)	34,591,654	71,713,280
12. Income collected during period	2,002,714	2,951,314
13. Income earned during period	2,002,714	2,951,314

Schedule DB - Part F - Section 1

NONE

Schedule DB - Part F - Section 2

NONE

Schedule S

NONE

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories									
States, Etc.	1	Direct Business Only							
		2	3	4	5	6	7	8	9
	Is Insurer Licensed (Yes or No)	Accident & Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefit Program Premiums	Life & Annuity Premiums & Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1. Alabama	AL	No						.0	
2. Alaska	AK	No						.0	
3. Arizona	AZ	No						.0	
4. Arkansas	AR	No						.0	
5. California	CA	No						.0	
6. Colorado	CO	No						.0	
7. Connecticut	CT	No						.0	
8. Delaware	DE	No						.0	
9. District of Columbia	DC	No						.0	
10. Florida	FL	No						.0	
11. Georgia	GA	No						.0	
12. Hawaii	HI	No						.0	
13. Idaho	ID	No						.0	
14. Illinois	IL	No						.0	
15. Indiana	IN	No						.0	
16. Iowa	IA	No						.0	
17. Kansas	KS	No						.0	
18. Kentucky	KY	No						.0	
19. Louisiana	LA	No						.0	
20. Maine	ME	No						.0	
21. Maryland	MD	No						.0	
22. Massachusetts	MA	No						.0	
23. Michigan	MI	Yes	.0	317,771,633				317,771,633	
24. Minnesota	MN	No						.0	
25. Mississippi	MS	No						.0	
26. Missouri	MO	No						.0	
27. Montana	MT	No						.0	
28. Nebraska	NE	No						.0	
29. Nevada	NV	No						.0	
30. New Hampshire	NH	No						.0	
31. New Jersey	NJ	No						.0	
32. New Mexico	NM	No						.0	
33. New York	NY	No						.0	
34. North Carolina	NC	No						.0	
35. North Dakota	ND	No						.0	
36. Ohio	OH	No						.0	
37. Oklahoma	OK	No						.0	
38. Oregon	OR	No						.0	
39. Pennsylvania	PA	No						.0	
40. Rhode Island	RI	No						.0	
41. South Carolina	SC	No						.0	
42. South Dakota	SD	No						.0	
43. Tennessee	TN	No						.0	
44. Texas	TX	No						.0	
45. Utah	UT	No						.0	
46. Vermont	VT	No						.0	
47. Virginia	VA	No						.0	
48. Washington	WA	No						.0	
49. West Virginia	WV	No						.0	
50. Wisconsin	WI	No						.0	
51. Wyoming	WY	No						.0	
52. American Samoa	AS	No						.0	
53. Guam	GU	No						.0	
54. Puerto Rico	PR	No						.0	
55. U.S. Virgin Islands	VI	No						.0	
56. Northern Mariana Islands	MP	No						.0	
57. Canada	CN	No						.0	
58. Aggregate Other Alien	OT	XXX	.0	.0	.0	.0	.0	.0	.0
59. Subtotal	XXX	.0	.0	317,771,633	.0	.0	.0	317,771,633	.0
60. Reporting entity contributions for Employee Benefit Plans	XXX							.0	
61. Total (Direct Business)	(a) 1	0	0	317,771,633	0	0	0	317,771,633	0
DETAILS OF WRITE-INS									
5801.	XXX								
5802.	XXX								
5803.	XXX								
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	.0	.0	.0	.0	.0	.0	.0	.0
5899. Totals (Lines 5801 through 5803 plus 5898) (Line 58 above)	XXX	0	0	0	0	0	0	0	0

(a) Insert the number of yes responses except for Canada and other Alien.

Schedule Y - Part 1

NONE

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplemental is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

RESPONSE

1. Will the Medicare Part D Coverage Statement be filed with the state of domicile and the NAIC with this statement?

.....NO.....

Explanation:

1.

Bar Code:

1.



OVERFLOW PAGE FOR WRITE-INS

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 1

NONE

Schedule B - Part 2

NONE

Schedule BA - Part 1

NONE

Schedule BA - Part 2

NONE

STATEMENT AS OF SEPTEMBER 30, 2007 OF THE Great Lakes Health Plan, Inc.

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator ^(a)
403755-VN-8.....	Gwinnett Cnty, Geo Sch Dist GO Non Call.....		..09/13/2007.....	Bank of America Sec.....		1,056,500	1,000,000	6,528	1FE
64966C-MQ-1.....	New York NY GO Non Call 5.000% 08/01/1.....		..09/18/2007.....	Fidelity Capital Markets.....		1,057,300	1,000,000	6,944	1FE
2499999 - Total	- Bonds - Political Subdivisions					2,113,800	2,000,000	13,472	XXX
218086-BA-3.....	Coraville IA Ctfs Partn Rev Bond Call Si.....		..09/18/2007.....	Scott & Stringfellow.....		511,520	500,000	8,021	1FE
235036-MC-1.....	Dallas Fort Worth Tex Intl Arp Rev Bond.....		..07/20/2007.....	Loop Capital Markets.....		517,860	500,000	0	1FE
31410M-GV-6.....	FNMA Pool 891312 MBS 5.000% 11/01/21.....		..09/12/2007.....	Barclays Group Inc.....		983,827	999,999	2,361	1.
31413D-M5-3.....	FNMA Pool 942380 MBS 5.000% 08/01/22.....		..09/12/2007.....	Barclays Group Inc.....		393,531	400,000	944	1.
546398-SZ-2.....	LA Pub Fac Auth Rev Bond Non Call 5.00.....		..09/14/2007.....	Scott & Stringfellow.....		1,060,600	1,000,000	0	1FE
64468C-BF-0.....	NH St Bus Fin Auth Poll Rev Bond Put 3.....		..09/17/2007.....	National Financial Services Co.....		989,920	1,000,000	4,968	1FE
3199999 - Total	- Bonds - Special Revenue					4,457,258	4,399,999	16,294	XXX
00440E-AJ-6.....	Ace INA Holdings Corp Note Cont Call 5.....		..09/25/2007.....	UBS Financial Services.....		246,100	250,000	1,702	1FE
02635P-RT-2.....	American General Finc Corp Corporate Not.....		..07/23/2007.....	CitiGroup.....		146,672	150,000	2,576	1FE
05950E-AE-8.....	Bank of America 2006-2 A4 CMO Comm 5.9.....		..07/30/2007.....	CS First Boston Corp.....		148,254	150,000	24	1FE
079860-AL-6.....	Bellsouth Corporation Corporate Note Con.....		..09/19/2007.....	Chase Securities.....		143,327	150,000	2,145	1FE
097023-AT-2.....	Boeing Company Corp Note Cont Call 5.1.....		..09/25/2007.....	Lehman Bros Inc.....		248,408	250,000	1,530	1FE
10138M-AG-0.....	Bottling Group Corp Note Cont Call 5.5.....		..09/25/2007.....	Jefferys and Company.....		123,938	125,000	3,380	1.
126171-AF-4.....	Commercial Mortgage 2005-C6 AA (CMO) Com.....		..07/31/2007.....	Deutsche Bank.....		238,359	250,000	71	1FE
172967-CK-5.....	Citigroup Inc Note - Non Call 5.125% 0.....		..09/19/2007.....	RBC Dain Rauchser Inc.....		145,760	150,000	2,968	1FE
22545M-AD-9.....	Credit Suisse Mtg 2006-C4 A3 CMO COMM.....		..07/30/2007.....	CS First Boston Corp.....		144,264	150,000	23	1FE
254687-CC-8.....	Walt Disney Company Corp Note Cont Call.....		..09/11/2007.....	Deutsche Bank.....		254,205	250,000	2,335	1FE
36228C-VU-4.....	GS Mgt Sec Ser 2005-G64 CI A4A (CMO) Com.....		..07/31/2007.....	Greenwich Cap Mkts.....		233,301	250,000	66	1FE
36962G-G5-7.....	General Electric Cap Corp Corp Note Non.....		..09/19/2007.....	Bank of America Sec.....		146,676	150,000	383	1FE
459200-GJ-4.....	IBM Corp Corp Note Cont Call 5.700% 09.....		..09/11/2007.....	Barclays Group Inc.....		94,671	95,000	0	1FE
45974V-B5-6.....	International Lease Fin Corp Corp Note N.....		..09/11/2007.....	CitiGroup.....		149,640	150,000	0	1FE
46628F-AF-8.....	JP Morgan Chase 2006-LDP7 A4 CMO COMM.....		..07/31/2007.....	Wachovia Bank.....		250,645	250,000	82	1FE
46629G-AE-8.....	JP Morgan Chase 2006-CB16 A4 CMO COMM.....		..07/30/2007.....	Chase Securities.....		145,119	150,000	23	1FE
46629Y-AC-3.....	JP Morgan Chase 2007-CB18 A4 CMO Comm.....		..07/31/2007.....	Bear Stearns Sec.....		239,834	250,000	76	1FE
53117C-AL-6.....	Liberty Property Corp Note Non Call 6.....		..09/20/2007.....	Bank of America Sec.....		24,846	25,000	0	2FE
548661-CM-7.....	Lowes Companies Corp Note Cont Call 5.....		..09/06/2007.....	Chase Securities.....		89,848	90,000	0	1FE
59156R-AN-8.....	MetLife, Inc. Corporate Note Cont Callab.....		..09/25/2007.....	Jefferys and Company.....		142,635	150,000	2,146	1FE
693476-BD-4.....	PNC Funding Corp Corp Note Non Call 5.....		..09/25/2007.....	Bank of America Sec.....		224,933	225,000	0	1FE
742718-DA-4.....	Proctor & Gamble Note Cont Callable 4.....		..09/25/2007.....	Wachovia Bank.....		244,743	250,000	1,478	1FE
74367F-AN-8.....	Protective Life Corp Note Non Call 5.4.....		..09/25/2007.....	Bank of America Sec.....		224,620	225,000	0	1FE
842587-AB-3.....	Southern Co. Corp Note Cont Call 5.300.....		..09/20/2007.....	Wachovia Bank.....		249,855	250,000	2,576	1FE
87612E-AH-9.....	Target Corporation Corporate Note 5.87.....		..09/25/2007.....	Bank of America Sec.....		128,331	125,000	551	1FE
931142-CG-6.....	Walmart Stores Inc Corp Note Non Call.....		..09/25/2007.....	Goldman Sachs.....		98,139	100,000	2,583	1FE
4599999 - Total	- Bonds - Industrial, Misc.					4,527,119	4,610,000	26,718	XXX
6099997 - Total	- Bonds - Part 3					11,098,178	11,009,999	56,484	XXX
6099999 - Total	- Bonds					11,098,178	11,009,999	56,484	XXX
6599999 - Total	- Preferred Stocks					0	XXX	0	XXX
7299999 - Total	- Common Stocks					0	XXX	0	XXX
7399999 - Total	- Preferred and Common Stocks					0	XXX	0	XXX
7499999 - Totals						11,098,178	XXX	56,484	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues

SCHEDULE D - PART 4

10	Change in Book/Adjusted C	
----	---------------------------	--

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues*
---	--------

.....

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

STATEMENT AS OF SEPTEMBER 30, 2007 OF THE Great Lakes Health Plan, Inc.

SCHEDULE E - PART 1 - CASH

[illegible]

SCHEDULE E - PART 2 CASH EQUIVALENTS

[illegible]